



Alvin C. Lin
(212) 735-8873
alin@morrisoncohen.com

May 19, 2021

BY E-MAIL (BroderickNYSDChambers@nysd.uscourts.gov)

The Honorable Vernon S. Broderick
United States District Judge
United States District Court
Southern District of New York
Thurgood Marshall United States Courthouse
40 Foley Square, Room 415
New York, New York 10007

Re: *Vale S.A., v. BSG Resources Ltd.*, Case No. 1:19-cv-03619-VSB
Third-Party Request Concerning Sealing of Documents

Dear Judge Broderick:

We are counsel to the following entities and individuals associated with HFZ Capital Group LLC (“HFZ”) that were served with a series of document subpoenas (collectively, the “Subpoenas”) by Vale S.A., Vale Holdings B.V. and Vale International S.A. (collectively, “Vale”): 20 West 40 Bryant Park Owner LLC, 215 Chrystie LLC, Chatsworth Realty 340 LLC, Chatsworth Realty Corp., Feldman Family 2007 Trust, Helene Feldman, Ziel Feldman, John Shannon, 76 Eleventh Avenue Property Owner LLC, HFZ 40 Broad Street LLC, HFZ 88 Lexington Avenue Owner LLC, HFZ 90 Lexington Avenue Owner LLC, HZ 235 West 75th Street Owner LLC, HFZ 301 West 53rd Street Owner LLC, HFZ 344 West 72nd Street Owner LLC, HFZ 501 West LLC, HFZ Bryant Park Owner LLC, HFZ Capital Group LLC, HFZ Highline LLC, HFZ Highline Property Owner LLC, HFZ Highline Retail Owner LLC, HZ KIK 30th Street LLC, HFZ KIK 30th Street Mezzanine LLC, HFZ KIK 30th Street Owner LLC, HFZ West 30th Street Partners LLC. The Subpoenas were issued pursuant to a separate proceeding, No. 20-mc-199-JGK-OTW in which the Court authorized Vale to issue a number of subpoenas pursuant to 28 U.S.C. § 1782 (the “Section 1782 Proceeding”).

On Friday, May 14, 2021, counsel for Vale notified HFZ that it had filed, in connection with a motion to compel compliance with discovery in the proceeding before Your Honor, several documents that were produced from HFZ’s business records in response to the document subpoenas. These documents are attached as Exhibits B, C and D to the Declaration of Lisa Vicens (ECF Doc. No. 75). We write pursuant to Your Honor’s rules, to request that these documents be permitted to be filed under seal.

Each of the documents at issue was previously marked “Confidential” by HFZ pursuant to the terms of the Confidentiality Order and Stipulation entered in the Section 1782 Proceeding. Each of the documents at issue contains sensitive, business information concerning the structure

May 19, 2021

Page 2

and financing of a number of ongoing HFZ sponsored projects. Two of the documents that have been filed by Vale include a chart and an e-mail chain containing financial details concerning an array of HFZ-led projects, and includes a number of projects that are currently ongoing. The third document contains an organizational chart relating to one of the projects. HFZ's real estate development projects involve an array of investors, and the specific details concerning financing and ownership arrangements are highly confidential and private. In its ordinary course of business, HFZ treats all information concerning any financial details and ownership structures as confidential; this information is highly protected and access to it is restricted, and it is not generally disseminated either to the public or to parties not requiring such information. In view of the continued sensitivity of this information, as well as its confidentiality designation when produced by a third-party that is not a party to the proceeding before Your Honor, we respectfully request that the Court maintain the confidentiality designation, and permit the documents appended to Ms. Vicens' declaration to be filed under seal.

Sincerely yours,

/s/ Alvin C. Lin

Alvin C. Lin

Cc: All Counsel of Record